

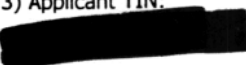
**FCC 602  
Main Form**

**FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services**

Approved by OMB  
3060 -0799  
See instructions for  
public burden estimate

ORIGINAL

**Applicant/Licensee Information**


1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): CIVS PA III, LLC			3) Applicant TIN: 

**Related FCC Regulated Businesses of Applicant/Licensee**


4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:

**Signature**





Typed or Printed Name of Party Authorized to Sign

First Name: <b>Craig</b>	MI: <b>A.</b>	Last Name: <b>Floerchinger</b>	suffix:
Title: Vice President, Cook Inlet GSM, Inc.			
Signature: 			Date: <b>12/8/00</b>
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet/VS GSM III PCS, LLC</b>		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>D</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>M</b>		7) Percent of Interest Held in Applicant: <b>100%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holders Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet/VS GSM III PCS, LLC; CIVS PA III, LLC (Applicant) (see Attachment 1)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		100%
CIVS PA III, LLC Applicant	Commercial Mobile Radio Services		100%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, SE., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%

**Schedule for Disclosable Interest Holders**

**Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)**

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet/VS GSM III PCS Holdings, LLC</b>			Disclosable Interest Holder's TIN:
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>M</b>	7) Percent of Interest Held in Applicant: <b>100%</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet/VS GSM III PCS Holdings, LLC; Cook Inlet/VS GSM III PCS, LLC; CIVS PA III, LLC (Applicant) (see Attachment I)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c)	11d) Percent of Interest Held:
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98005	Commercial Mobile Radio Services		100%
CIVS PA III, LLC Applicant	Commercial Mobile Radio Services		100%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98005	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98005	Commercial Mobile Radio Service		50%

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FCC 602

1000-018

**FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services**

**Schedule for Disclosable Interest Holders**

Approved by OMB  
3050-0790  
See instructions for  
public burden estimate

**Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)**

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet GSM, Inc.</b>		3) Tax Identification Number (TIN):	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, AK 99503</b>			
5) Type of Interest in Applicant ( ) (refer to instructions for list) <b>1</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes): <b>C</b>	7) Percent of Interest Held in Applicant: <b>50.1%</b>	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship to Applicant (if the disclosable interest holder is a parent, owner, partner or officer of the interest holder to the applicant): <b>Cook Inlet GSM, Inc.; Cook Inlet/VIS GSM III PCS Holdings, LLC; Cook Inlet/VIS GSM III PCS, LLC; CIVS PA III, LLC (Applicant) (see Attachment 1)</b>			

**Related FCC Regulated Businesses of Disclosable Interest Holders (if a related interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Primary Business	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VIS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VIS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC Applicant	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%

(continued on next page)

## Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet GSM, Inc. (continued)</b>			3) Disclosable Interest Holder's TIN:
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant ( ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
10) Relationship Description (if the <b>discloseable</b> interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)


11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Service		50.1%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services








Schedule for Disclosable Interest Holders

Approved by OMB  
3060-0799  
see instructions for  
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc.</b>		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: <b>2525 C Street, Suite 500, Anchorage, Alaska 99503</b>			
5) Type of Interest in Applicant ( ) (refer to Instructions for list) <b>I</b>	6) Disclosable Interest Holder is a(n): ( ) (refer to Instructions for list of codes): <b>C</b>		7) Percent of Interest Held in Applicant: <b>50.1%</b>
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <b>0 - Manager member interest</b>		9) Disclosable Interest Holder's Country of Citizenship: <b>United States</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): <b>Cook Inlet Region, Inc.; Cook Inlet GSM, Inc.; Cook Inlet/VS GSM III PCS Holdings, LLC; Cook Inlet/VS GSM III PCS, LLC; CIVS PA III, LLC (Applicant) (see Attachment 1)</b>			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream PV/SS PCS, L.P. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		42.86% (control)
Cook Inlet/VS GSM II PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC Applicant	Commercial Mobile Radio Services		50.1%
Alaska Interstate Construction, LLC 649 W. 54th Ave., P.O. Box 233769 Anchorage, AK 99523	Construction		40%
(continued next page)			

**Schedule for Disclosable Interest Holders**

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc. (continued)</b>		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant ( ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VS GSM IV PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	94-1370171	50.1%
CIVS IV License Sub I, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	95-1105892	50.1%
Alaska Heritage Tours, Inc. 2525 C Street, Suite 405 Anchorage, AK 99503	Boat Tours, Lodging and Tourism	91-1806373	100%
Peak Oilfield Service Company 2525 C St., Suite 201, Anchorage, AK 99503	Oilfield Services and Construction	92-0123001	50%
Alaska Hovercraft Ventures 1029 West 3 <sup>rd</sup> Ave., Suite 150 Anchorage, AK 99503	Hovercraft Sales, Leasing, and Operations	91-1654131	33.33%
Construction Machinery, Inc. 5400 Homer Dr., Anchorage, AK 99510	Heavy Equipment Distribution	91-0059661	100%
(continued next page)			

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**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>Cook Inlet Region, Inc. (continued)</b>			3) Disclosable Interest Holders TIN:
4) Disclosable Interest Holders Address:			
5) Type of Interest in Applicant ( ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holders Country of Citizenship:	
10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of ownership from Indirect owner to the applicant):			

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary)	11b) Principal Business	11c) TIN	11d) Percent of Interest Held
Cook Inlet VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Service		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service5		50.1%
Cook Inlet Region of Georgia, Inc. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
Omnipoint Philadelphia-E, Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Cook Inlet/VS GSM V PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%



## **OWNERSHIP**

CIVS PA III, LLC (“CIVS PA III”), submits the following information to describe in more detail the ownership structure of CIVS PA III as set forth in Item 10, Schedule A of FCC Form 602.

### **Direct Ownership**

CIVS PA III, a Delaware limited liability company, is a wholly owned subsidiary of Cook **Inlet/VS** GSM III PCS, LLC (“CIVS III”), a Delaware limited liability company. The address of CIVS PA III is as follows:

3605 132nd Avenue, S.E., Suite 100  
Bellevue, Washington 98006

### **Indirect Ownership**

CIVS III, a Delaware limited liability company, is a wholly owned subsidiary of Cook **Inlet/VS** GSM III PCS Holdings, LLC (“CIVS III Holdings”), a Delaware limited liability company.

CIVS III Holdings, in turn, has two members. The first, Cook Inlet GSM, Inc. (“CIGSM”), a Delaware corporation, holds 50.1 percent of CIVS III Holdings and one hundred percent of the Class A membership interests in CIVS III Holdings.

CIGSM is, in turn, a wholly owned subsidiary of Cook Inlet Region, Inc. (“**CIRI**”). **CIRI** is an Alaska Native Regional **Corporation** organized pursuant to the Alaska Native Claims Settlement Act, 43 U.S.C. § 1601 *et seq.* (the “Act”). No **CIRI** shareholder holds a 10 percent or greater interest in **CIRI** or a 10 percent or greater indirect interest in CIVS PA III.

The other member of CIVS III Holdings is **VoiceStream**. PCS BTA I Corporation (“**VS BTA I**”), a Delaware corporation, which in turn is a wholly owned indirect subsidiary of **VoiceStream** Wireless Corporation (“**VoiceStream**”), a Delaware corporation. **VS BTA I** holds 49.9 percent of CIVS III Holdings and one hundred percent of the Class B nonvoting membership interests in CIVS III Holdings.

For ownership information related to **VoiceStream** and its subsidiaries, please see the most recent FCC Form 602 Ownership Disclosure Report filed by and on behalf of **VoiceStream**.

For convenience, the following chart diagrams the ownership of CIVS PA III described herein:

